

**STEVEN MARANDOLA'S
ANSWER AND DEFENSES TO AMENDED COUNTERCLAIM**

Counterclaim Defendant STEVEN MARANDOLA, by and through his undersigned counsel, answer Counterclaim Plaintiffs AVERTIUM HOLDINGS, LLC, AVERTIUM, LLC, and AVERTIUM TENNESSEE, INC amended counterclaim as follows. Any allegations contained in the amended counterclaim not specifically admitted herein are expressly denied

1. The allegations in Paragraph 1 assert a legal conclusion to which no answer is required. To the extent that Paragraph 1 contains factual allegations, it is denied.

The Parties

- 2. Plaintiff admits the allegations stated in Paragraph 2.
- 3. Plaintiff admits the allegations stated in Paragraph 3.
- 4. Plaintiff admits the allegations stated in Paragraph 4.
- 5. Plaintiff admits the allegations stated in Paragraph 5.

Jurisdiction and Venue

- 6. Plaintiff admits the allegations stated in Paragraph 6.
- 7. Plaintiff admits the allegations stated in Paragraph 7.

Factual Background

- 8. Plaintiff admits the allegations stated in Paragraph 8.
- 9. Plaintiff admits the allegations stated in Paragraph 9.
- 10. Plaintiff denies the allegations stated in Paragraph 10.
- 11. Plaintiff denies the allegations stated in Paragraph 11.
- 12. Plaintiff admits the allegations stated in Paragraph 12.
- 13. Plaintiff admits the allegations stated in Paragraph 13.
- 14. Plaintiff admits the allegations stated in Paragraph 14.

15. Plaintiff denies the allegations stated in Paragraph 15.
16. Plaintiff denies the allegations stated in Paragraph 16.
17. Plaintiff denies the allegations stated in Paragraph 17.
18. Plaintiff denies the allegations stated in Paragraph 18.
19. Plaintiff denies the allegations stated in Paragraph 19.
20. Plaintiff denies the allegations stated in Paragraph 20.
21. Plaintiff denies the allegations stated in Paragraph 21.
22. Plaintiff denies the allegations stated in Paragraph 22.
23. Plaintiff denies the allegations stated in Paragraph 23.
24. Plaintiff denies the allegations stated in Paragraph 24.

COUNT I
Breach of Contract

25. Plaintiff answers, admits and denies Paragraph 25 in the same respect as all preceding Paragraphs incorporated herein by reference.

26. Plaintiff admits the allegations stated in Paragraph 26.
27. Plaintiff denies the allegations of Paragraph 27.
28. Plaintiff lacks knowledge or information to form a belief about the truth of Paragraph 28.

29. Plaintiff denies the allegations stated in Paragraph 29.
30. Plaintiff denies the allegations stated in Paragraph 30.
31. Plaintiff denies the allegations stated in Paragraph 31.
32. Plaintiff denies the allegations stated in Paragraph 32.

GENERAL DENIAL

Plaintiff generally denies all allegations not specifically admitted, and further denies Defendants are entitled to recover attorney's fees.

AFFIRMATIVE DEFENSES

1. Counter-Plaintiffs' amended counterclaim fails to state a claim upon which relief may be granted.
2. Counter-Plaintiffs cannot prove that they incurred damages.
3. Counter-Plaintiffs amended counterclaim may be barred by applicable statutes of limitations.
4. Counter-Plaintiffs amended counterclaim is barred by the doctrines of laches, estoppel, waiver, and unclean hands.
5. Counter-Plaintiffs amended counterclaim is barred and unconscionable and unenforceable.
6. Counter-Plaintiffs amended counterclaim is barred by illegality.
7. Counter-Plaintiffs amended counterclaim is barred as contrary to public policy.
8. Counter-Plaintiffs amended counterclaim is barred by frustration of purpose.
9. Counter-Plaintiffs amended counterclaim is barred or subject to reduction as Counter-Plaintiffs failed to mitigate his damages, if any.
10. Counter-Plaintiffs amended counterclaim is barred by the terms and conditions of the contract they had with Counter-Defendant.

*Counsel for Plaintiff/Counterclaim
Defendant*

s/ D. Scott Hurley

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on June 19, 2025, I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system, which furnished a copy of the foregoing via electronic mail to all counsel of record.

/s/ D. Scott Hurley
